

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF RHODE ISLAND**

HASBRO, INC.,

Plaintiff,

-against-

INFOGRAMES ENTERTAINMENT, S.A. a/k/a
ATARI, S.A.,

Defendant.

C.A. No. 09 Civ. 610 (S) (LDA)

DECLARATION OF JAMES M. PEARL

I, James M. Pearl, declare and state:

1. I am a member of the State Bar of California and am admitted to practice before the Courts of that State and the Central District of California. I am admitted *pro hac vice* to the District of Rhode Island. I am a partner of the law firm of O'Melveny & Myers LLP, counsel of record for Plaintiff and Counterclaim-Defendant Hasbro, Inc. ("Hasbro") in the above-captioned action. I submit this declaration in support of Hasbro's Motion to Amend the Stipulation and Protective Order Concerning Confidentiality of Discovery Materials. I have personal knowledge of the matters stated herein, and I could and would testify competently to them if called as a witness.

2. Since commencement of this action in December 2009, Hasbro has served Atari with multiple sets of written discovery seeking, in aggregate, more than 135 different categories of documents. Notwithstanding its written responses agreeing to produce documents responsive to many of these document requests, to date Atari has yet to produce a single document to Hasbro.

3. On Monday, October 29, 2010, I participated in a “meet and confer” conference with counsel for Atari, Mr. Herbert C. Ross, concerning, among other things, Hasbro’s proposal to amend the Protective Order to include an “Attorneys’ Eyes Only” provision. Attached hereto as Exhibit A is a true and correct copy of my November 8, 2010 letter to Mr. Ross memorializing the parties’ October 29, 2010 conference. In this letter, I explained Hasbro’s position regarding the proposed amendment and noted that “Hasbro would define as ‘attorney’s eyes only’ documents concerning future game plans and documents related to games not covered by the license.”

4. On November 16, 2010, I participated in a second meet and confer conference with Mr. Ross concerning various discovery issues. Attached hereto as Exhibit B is a true and correct copy of a November 30, 2010 letter from Mr. Ross memorializing certain aspects of that call and responding to my letter of November 8, 2010. In Mr. Ross’s November 30, 2010 letter, he states that Atari would not agree to Hasbro’s proposal to amend the Protective Order to include an “Attorneys’ Eyes Only” level category of protection.

5. Attached hereto as Exhibit C is a true and correct copy of my December 20, 2010 letter to Mr. Ross wherein I indicated, among other things, that Hasbro would file a motion with the Court given Atari’s refusal to stipulate to amend the Protective Order.

6. Attached hereto as Exhibit D is a true and correct copy of a December 23, 2010 letter from Mr. Ross wherein he indicates that Atari will oppose any motion by Hasbro to amend the Protective Order.

7. Hasbro has recently issued several Rule 45 subpoenas seeking various documents from third parties. Several of these third parties have objected to producing the requested documents because of concerns that the material sought was confidential and should not be

disclosed to the public or to employees of Atari and Hasbro. Amendment of the Protective Order in the manner requested by Hasbro in its motion will help alleviate and address these concerns.

Executed in Los Angeles, California on this 14th day of January 2011.

By: 

James M. Pearl

CERTIFICATE OF SERVICE

I hereby certify that on the 14th day of January 2011 an electronic copy of the within document was served upon the following counsel of record via the PACER/ECF system:

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/s/ Todd D. White
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